

2990000107916



ACCOUNT NO. : 072100000032

REFERENCE : 578153 4352702

AUTHORIZATION : Patricia Pujate

COST LIMIT : \$ 43.75

ORDER DATE : February 7, 2000

Amend

ORDER TIME : 10:01 AM

200003125452--5

ORDER NO. : 578153-005

CUSTOMER NO: 4352702

CUSTOMER: Ms. Lisa Folis
Williams Parker Harrison Dietz
200 South Orange Avenue

Sarasota, FL 34236

DOMESTIC AMENDMENT FILING

NAME: 5 STAR COMMUNICATIONS SERVICES
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Carrie Vaught

INITIALS:
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
00 FEB -7 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AOR
2/7/00

00 FEB -7 AM 10:44

RECEIVED

**ARTICLES OF AMENDMENT
OF
5 STAR COMMUNICATIONS SERVICES, INC.**

FILED
00 FEB -7 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of 5 Star Communications Services, Inc., a Florida corporation, are hereby amended by striking Article 3 in its entirety and by substituting in its place the following:

3. Authorized Shares. The Corporation is authorized to issue a total of 12,500,000 shares of common stock having a par value of \$0.01 per share. The common shares shall be divided into two classes, as follows:

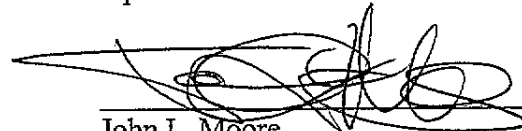
A. Class A Common Stock - 6,375,000

B. Class B Common Stock - 6,125,000

The rights, privileges, limitations, and preferences of the Class A shares and the Class B shares shall be identical except that all voting rights shall be vested in the Class A shares, and Class B shares shall have no voting rights. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for the shares.

The amendment was approved and adopted by written consent of the sole Incorporator of the corporation on December 13, 1999 pursuant to Section 607.1005, Florida Statutes. No shares have been issued by the Corporation.

IN WITNESS WHEREOF, the Incorporator of the Corporation has executed these Articles of Amendment.



John L. Moore
Incorporator